

1 (Official Form 1) (1/08)

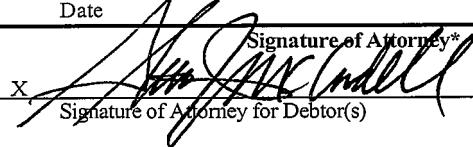
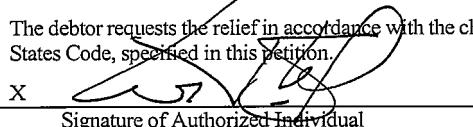
United States Bankruptcy Court
District of Utah

Voluntary Petition

Name of Debtor (if individual, enter Last, First, Middle): EASY STREET HOLDING, LLC		Name of Joint Debtor (Spouse) (Last, First, Middle):								
All Other Names used by the Debtor in the last 8 years (include married, maiden, and trade names):		All Other Names used by the Joint Debtor in the last 8 years (include married, maiden, and trade names):								
Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all): EIN NO. 35-2183713		Last four digits of Soc. Sec. or Individual-Taxpayer I.D. (ITIN) No./Complete EIN (if more than one, state all):								
Street Address of Debtor (No. and Street, City, and State): 201 Heber Avenue Park City, Utah		Street Address of Joint Debtor (No. and Street, City, and State):								
		ZIP CODE								
County of Residence or of the Principal Place of Business: Wasatch		County of Residence or of the Principal Place of Business:								
Mailing Address of Debtor (if different from street address): 4780 Winchester Court Park City, Utah		Mailing Address of Joint Debtor (if different from street address):								
		ZIP CODE								
Location of Principal Assets of Business Debtor (if different from street address above):		ZIP CODE								
Type of Debtor (Form of Organization) (Check one box.)	Nature of Business (Check one box.)		Chapter of Bankruptcy Code Under Which the Petition is Filed (Check one box.)							
	<input type="checkbox"/> Health Care Business <input type="checkbox"/> Single Asset Real Estate as defined in 11 U.S.C. § 101(51B) <input type="checkbox"/> Railroad <input type="checkbox"/> Stockbroker <input type="checkbox"/> Commodity Broker <input type="checkbox"/> Clearing Bank <input checked="" type="checkbox"/> Other									
	Tax-Exempt Entity (Check box, if applicable.)		Nature of Debts (Check one box.)							
	<input type="checkbox"/> Debtor is a tax-exempt organization under Title 26 of the United States Code (the Internal Revenue Code).									
Filing Fee (Check one box.)		Chapter 11 Debtors								
<input checked="" type="checkbox"/> Full Filing Fee attached. <input type="checkbox"/> Filing Fee to be paid in installments (applicable to individuals only). Must attach signed application for the court's consideration certifying that the debtor is unable to pay fee except in installments. Rule 1006(b). See Official Form 3A. <input type="checkbox"/> Filing Fee waiver requested (applicable to chapter 7 individuals only). Must attach signed application for the court's consideration. See Official Form 3B.		Check one box: <input type="checkbox"/> Debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). <input checked="" type="checkbox"/> Debtor is not a small business debtor as defined in 11 U.S.C. § 101(51D). Check if: <input checked="" type="checkbox"/> Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$2,190,000. Check all applicable boxes: <input type="checkbox"/> A plan is being filed with this petition. <input type="checkbox"/> Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).								
Statistical/Administrative Information										
<input checked="" type="checkbox"/> Debtor estimates that funds will be available for distribution to unsecured creditors. <input type="checkbox"/> Debtor estimates that, after any exempt property is excluded and administrative expenses paid, there will be no funds available for distribution to unsecured creditors.										
THIS SPACE IS FOR COURT USE ONLY										
Estimated Number of Creditors										
1-49	50-99	100-199	200-999	1,000- 5,000	5,001- 10,000	10,001- 25,000	25,001- 50,000	50,001- 100,000	Over 100,000	
Estimated Assets										
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000		\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion
Estimated Liabilities										
\$0 to \$50,000	\$50,001 to \$100,000	\$100,001 to \$500,000		\$500,001 to \$1 million	\$1,000,001 to \$10 million	\$10,000,001 to \$50 million	\$50,000,001 to \$100 million	\$100,000,001 to \$500 million	\$500,000,001 to \$1 billion	More than \$1 billion

B 1 (Official Form 1) (1/08)

Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):
All Prior Bankruptcy Cases Filed Within Last 8 Years (If more than two, attach additional sheet.)		
Location Where Filed: NONE	Case Number:	Date Filed:
Location Where Filed:	Case Number:	Date Filed:
Pending Bankruptcy Case Filed by any Spouse, Partner, or Affiliate of this Debtor (If more than one, attach additional sheet.)		
Name of Debtor: SEE ATTACHED SCHEDULE 1	Case Number:	Date Filed:
District: DISTRICT OF UTAH	Relationship:	Judge:
Exhibit A (To be completed if debtor is required to file periodic reports (e.g., forms 10K and 10Q) with the Securities and Exchange Commission pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934 and is requesting relief under chapter 11.)		Exhibit B (To be completed if debtor is an individual whose debts are primarily consumer debts.) I, the attorney for the petitioner named in the foregoing petition, declare that I have informed the petitioner that [he or she] may proceed under chapter 7, 11, 12, or 13 of title 11, United States Code, and have explained the relief available under each such chapter. I further certify that I have delivered to the debtor the notice required by 11 U.S.C. § 342(b).
<input type="checkbox"/> Exhibit A is attached and made a part of this petition.		X Signature of Attorney for Debtor(s) (Date)
Exhibit C		
Does the debtor own or have possession of any property that poses or is alleged to pose a threat of imminent and identifiable harm to public health or safety?		
<input type="checkbox"/> Yes, and Exhibit C is attached and made a part of this petition. <input checked="" type="checkbox"/> No		
Exhibit D		
(To be completed by every individual debtor. If a joint petition is filed, each spouse must complete and attach a separate Exhibit D.)		
<input type="checkbox"/> Exhibit D completed and signed by the debtor is attached and made a part of this petition.		
If this is a joint petition: <input type="checkbox"/> Exhibit D also completed and signed by the joint debtor is attached and made a part of this petition.		
Information Regarding the Debtor - Venue (Check any applicable box.)		
<input checked="" type="checkbox"/> Debtor has been domiciled or has had a residence, principal place of business, or principal assets in this District for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other District.		
<input checked="" type="checkbox"/> There is a bankruptcy case concerning debtor's affiliate, general partner, or partnership pending in this District.		
<input type="checkbox"/> Debtor is a debtor in a foreign proceeding and has its principal place of business or principal assets in the United States in this District, or has no principal place of business or assets in the United States but is a defendant in an action or proceeding [in a federal or state court] in this District, or the interests of the parties will be served in regard to the relief sought in this District.		
Certification by a Debtor Who Resides as a Tenant of Residential Property (Check all applicable boxes)		
<input type="checkbox"/> Landlord has a judgment against the debtor for possession of debtor's residence. (If box checked, complete the following.)		
_____ (Name of landlord that obtained judgment)		
_____ (Address of landlord)		
<input type="checkbox"/> Debtor claims that under applicable nonbankruptcy law, there are circumstances under which the debtor would be permitted to cure the entire monetary default that gave rise to the judgment for possession, after the judgment for possession was entered, and		
<input type="checkbox"/> Debtor has included with this petition the deposit with the court of any rent that would become due during the 30-day period after the filing of the petition		
<input type="checkbox"/> Debtor certifies that he/she has served the Landlord with this certification. (11 U.S.C. § 362(1)).		

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Voluntary Petition <i>(This page must be completed and filed in every case.)</i>		Name of Debtor(s):
Signatures		
Signature(s) of Debtor(s) (Individual/Joint) I declare under penalty of perjury that the information provided in this petition is true and correct. [If petitioner is an individual whose debts are primarily consumer debts and has chosen to file under chapter 7] I am aware that I may proceed under chapter 7, 11, 12 or 13 of title 11, United States Code, understand the relief available under each such chapter, and choose to proceed under chapter 7. [If no attorney represents me and no bankruptcy petition preparer signs the petition] I have obtained and read the notice required by 11 U.S.C. § 342(b). I request relief in accordance with the chapter of title 11, United States Code, specified in this petition. X		Signature of a Foreign Representative I declare under penalty of perjury that the information provided in this petition is true and correct, that I am the foreign representative of a debtor in a foreign proceeding, and that I am authorized to file this petition. (Check only one box.) I request relief in accordance with chapter 15 of title 11, United States Code. Certified copies of the documents required by 11 U.S.C. § 1515 are attached. Pursuant to 11 U.S.C. § 1511, I request relief in accordance with the chapter of title 11 specified in this petition. A certified copy of the order granting recognition of the foreign main proceeding is attached.
Signature of Debtor X Signature of Joint Debtor Telephone Number (if not represented by attorney) Date		(Signature of Foreign Representative) (Printed Name of Foreign Representative) Date
X  Signature of Attorney for Debtor(s) Steven J. McCardell Durham Jones & Pinegar, P.C. 111 East Broadway, Suite 900 Salt Lake City, Utah 84111 Tel: (801) 415-3000; Fax (801) 415-3500 Michael V. Blumenthal Cowell & Moring LLP 590 Madison Avenue, 20th Floor New York, NY 10022 Tel: (212) 223-4000; Fax (212) 895-4201 Date: September 14, 2009		Signature of Non-Attorney Bankruptcy Petition Preparer I declare under penalty of perjury that: (1) I am a bankruptcy petition preparer as defined in 11 U.S.C. § 110; (2) I prepared this document for compensation and have provided the debtor with a copy of this document and the notices and information required under 11 U.S.C. §§ 110(b), 110(h), and 342(b); and, (3) if rules or guidelines have been promulgated pursuant to 11 U.S.C. § 110(h) setting a maximum fee for services chargeable by bankruptcy petition preparers, I have given the debtor notice of the maximum amount before preparing any document for filing for a debtor or accepting any fee from the debtor, as required in that section. Official Form 19 is attached. Printed Name and title, if any, of Bankruptcy Petition Preparer Social-Security number (If the bankruptcy petition preparer is not an individual, state the Social-Security number of the officer, principal, responsible person or partner of the bankruptcy petition preparer.) (Required by 11 U.S.C. § 110.) Address X Date Signature of bankruptcy petition preparer or officer, principal, responsible person, or partner whose Social-Security number is provided above.
X  Signature of Authorized Individual WILLIAM SHOAF Printed Name of Authorized Individual Manager Title of Authorized Individual September 14, 2009 Date		Names and Social-Security numbers of all other individuals who prepared or assisted in preparing this document unless the bankruptcy petition preparer is not an individual. If more than one person prepared this document, attach additional sheets conforming to the appropriate official form for each person. <i>A bankruptcy petition preparer's failure to comply with the provisions of title 11 and the Federal Rules of Bankruptcy Procedure may result in fines or imprisonment or both. 11 U.S.C. § 110; 18 U.S.C. § 156.</i>

EASY STREET HOLDING, LLC
(a Utah Limited Liability Company)

CERTIFICATE OF RESOLUTIONS

We, Philo Smith, William Shoaf, and Michael Feder, the Managers of Easy Street Holding, LLC ("Holding"), a Utah Limited Liability Company (as well as authorized representatives of Members holding a majority of the membership Units of Holding, including all of the Class A Units of Holding), do hereby certify that (a) the following resolutions were unanimously adopted by the (i) Managers of Holding, and (ii) the Members represented by the Managers, as of September 13, 2009 in accordance with the requirements of applicable law, and (b) said resolutions have not been amended, modified or rescinded and are in full force and effect as of the date hereof:

WHEREAS, the Managers of Easy Street Holding, LLC, a Utah Limited Liability Company, have evaluated the alternatives in connection with a possible restructuring in view of an imminent foreclosure sale on September 16, 2009 by Bay North Realty Fund VI, L.P., and have determined that the filing of a voluntary petition (the "Petition") under chapter 11 of title 11 of the United States Code (the "Bankruptcy Code") is in the best interests of Holding

RESOLVED, that Holding shall be, and hereby is, authorized to file a Petition for relief under the Bankruptcy Code, in the United States Bankruptcy Court for the District of Utah (the "Bankruptcy Court"), and perform any and all such acts as are reasonable, advisable, expedient, convenient, proper or necessary to effect any of the foregoing, including, without limitation, causing any or all of Holdings' affiliates or subsidiaries to file Petitions under the Bankruptcy Code;

FURTHER RESOLVED, that the Managers, Philo Smith and William Shoaf (or either of them) shall be, and hereby are, authorized, directed and empowered on behalf of, and in the name of, Holding to: (a) execute and verify the Petition and all other ancillary documents, and cause the Petition to be filed with the Bankruptcy Court and make or cause to be made prior to execution thereof any modifications to the Petition or ancillary documents as the Managers in their discretion, deem necessary or desirable to carry out the intent and accomplish the purposes of these resolutions (such approval to be conclusively established by the execution thereof by either of the Managers); (b) execute, verify and file or cause to be filed all petitions, schedules, statements, lists, motions, applications and

other papers or documents necessary or desirable in connection with the foregoing; and (c) execute and verify any and all other documents necessary or appropriate in connection therewith or to administer Holding's chapter 11 case in such form or forms as any such Manager may approve;

FURTHER RESOLVED, that the Managers shall be, and are, authorized, directed and empowered to retain, on behalf of Holdings (a) Crowell & Moring LLP ("CM") as bankruptcy reorganization counsel; (b) Durham Jones & Pinegar, P.C. ("DJP") as Utah Counsel; (c) Wrona Law Offices, P.C. ("Wrona") as special corporate counsel; and (d) such additional professionals, as in such Managers' judgment may be necessary in connection with Holding's chapter 11 case and other related matters, on such terms as the Managers shall approve;

FURTHER RESOLVED, that the law firms of CM, DJP and Wrona and any additional professionals selected by the Managers, if any, shall be, and hereby are, authorized, empowered and directed to represent Holding, as debtor and debtor in possession, in connection with any chapter 11 case commenced by or against it under the Bankruptcy Code;

FURTHER RESOLVED, that all acts lawfully done or actions lawfully taken or to be taken by the Managers of Holding in connection with the implementation of these resolutions in all respects are hereby ratified, confirmed and approved; and

IN WITNESS WHEREOF, the undersigned have caused this certificate to be executed as of September 13, 2009.



Philo Smith, Jr., Manager

William Shoaf, Manager

Michael Feder, Manager

other papers or documents necessary or desirable in connection with the foregoing; and (c) execute and verify any and all other documents necessary or appropriate in connection therewith or to administer Holding's chapter 11 case in such form or forms as any such Manager may approve;

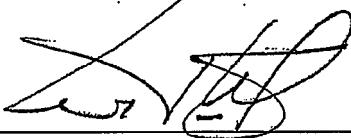
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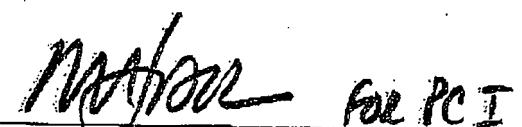
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Philo Smith, Jr., Manager

William Shoaf, Manager


Michael Feder, Manager